

RECORDATION NO. 22377-6 FILED

OCT 27 11 -8 00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

October 27, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Lease, dated as of October 26, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 22377

The names and addresses of the parties to the enclosed document are

Lessor: BBRX Two LLC (as ultimate assignee of
Flex Leasing II, LLC)
545 Steamboat Road
Greenwich, CT 06830

[Lessee Union Pacific Railroad Company
1416 Douglas Street
Omaha NE 68179-1580]

Section Chief
October 27, 2011
Page 2

A description of the railroad equipment covered by the enclosed document
is.

45 railcars: CHTT 101100 - CHTT 101144


A short summary of the document to appear in the index is

Notice of Termination of Lease.

Also enclosed is a check in the amount of \$41 00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned

Very truly yours,


Y Edward M. Luria

EML/sem
Enclosures

OCT 27 '11 -8 00 AM

NOTICE OF TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

Notice is hereby given that the railcar lease identified on Exhibit A attached hereto between BBRX Two LLC, as Lessor, and the lessee there identified has been terminated or has expired in accordance with its terms.

IN WITNESS WHEREOF, BBRX Two LLC, has caused this Notice to be executed by a duly authorized officer as of October 26 2011.

BBRX TWO LLC, Lessor

By: New Province Rail Partners,
Manager

By: [Signature]

Name: Leonard Shavel

Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

By: [Signature]

Name: Leonard Shavel

Title: Vice President

EXHIBIT A
(to Notice of Termination of Lease)

Memorandum of Lease, dated as of August 31, 1999, between BBRX Two LLC (as ultimate assignee of Flex Leasing II, LLC), Lessor, and Union Pacific Railroad Company, Lessee, filed with the Board on August 31, 1999 at 3:00 p.m. under Recordation Number 22377.

Equipment terminated:

45 railcars: CHTT 101100 - CHTT 101144

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated 10/27/11

Edward M Luria
Edward M Luria